BEFORE THE ILLINOIS COMMERCE COMMISSION

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JOINT PETITION FOR APPROVAL OF AN AGREEMENT AMENDING TERMS OF AN INTERCONNECTION AGREEMENT AMONG VERIZON NORTH INC., VERIZON SOUTH INC. AND LEVEL 3 COMMUNICATIONS, LLC

Verizon North Inc., Verizon South Inc. (collectively "Verizon") and Level 3

Communications, LLC ("Level 3"), Joint Petitioners, pursuant to 47 U.S.C. §§252(a)(1)

and 252(e) and Ill. Admin. Code Tit. 83 § 763, petition the Illinois Commerce

Commission to approve this Agreement Amending Terms of an Interconnection

Agreement between Verizon and Level 3, on the following grounds:

- The Joint Petitioners have entered into this agreement ("Amendment No.
 1") (attached as Exhibit A) to amend the terms of the Interconnection Agreement approved by this Commission on April 10, 2002.
- This Amendment No. 1 amends the terms of an Interconnection
 Agreement between the petitioners regarding certain provisions contained in the current
 Agreement between the parties. Such agreements are to be encouraged.

3. Pursuant to Section 252(e)(2) of the Communications Act of 1934, as amended, *see* 47 U.S.C. § 252(e)(2), the Commission may only reject a negotiated agreement if it finds that (1) the agreement discriminates against another carrier or (2) implementation of the agreement would not be consistent with the public interest, convenience and necessity. Neither basis for rejection of an agreement is present here.

THEREFORE, Verizon and Level 3 respectfully request that the proposed Amendment to an Interconnection Agreement Between Verizon North Inc., Verizon South Inc., and Level 3 Communications, LLC be approved as filed.

Respectfully submitted this day of	2002.
VERIZON NORTH INC. INC. VERIZON SOUTH INC.	LEVEL 3 COMMUNICATIONS
By:	By:

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